X-MEN

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MARVEL COMICS GROUP

THE STRANGEST TEENS OF ALL!

X-MEN

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GET HIM, CYCLOPS! IT'S UP TO *YOU* AND *ICEMAN* NOW!

THEY CAME FROM *SPACE*... CRUEL CONQUERORS FROM ANOTHER STAR!

COULD THE X-TRAORDINARY **X-MEN** SAVE ALL MAN-KIND FROM BECOMING...

"SLAVES OF THE STAR-SPAWN!

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X-MEN THE MOST UNUSUAL FIGHTING TEAM OF ALL TIME!™

"BEFORE I'D BE SLAVE..."

WELL... *FINALLY!* WE EXPECTED YOU *DAYS* AGO!

WE'VE NO TIME TO WASTE *CHATTERING!*

GET INSIDE AND CHANGE TO *FIGHTING GARB-- HURRY!*

WE GOT BUSY IN THE *CITY*-- WITH A GUY CALLED *SUNFIRE!*

ANYWAY, WHAT'S THE *RUSH?*

I SEEM TO RECALL THAT THIS IS *OUR* HEADQUARTERS!

YEAH... WHAT *IS* IT WITH YOU TWO? YOU ACT LIKE YOU'VE *TAKEN OVER* THE WHOLE OPERATION!

PERMIT AN INQUIRY-- WHEN WERE *LORNA DANE* AND *ALEX SUMMERS* APPOINTED OUR *KEEPERS?*

STAN LEE DARED ASK HIMSELF: WHO COULD TELL A PERIL-PACKED TALE WITH A PERTINENT MESSAGE FOR THE MODERN WORLD? THE *ANSWER:*

DENNIS NEAL
O'NEIL ADAMS
(WRITER)(ARTIST)
AIDED BY:
TOM PALMER
(INKER)
JEAN IZZO
(LETTERER)

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WHATEVER'S STUCK IN YOUR CRAW WILL HAVE TO *STAY* THERE! WE'RE *BEAT!*

INDEED! OUR RECENT TRIALS AND TRIBULATIONS HAVE LEFT US UTTERLY *EXHAUSTED*-- *

--*AND*, I MIGHT ADD, WOEFULLY SHORT OF *PATIENCE!*

BEFORE YOU START *SHOUTING* AT US, LORNA, YOU COULD TRY SAYING *HELLO!*

A FELLA'D THINK YOU WEREN'T GLAD TO *SEE* HIM--!

PLEASE... THERE'S NO REASON FOR US TO *QUARREL...!*

JEAN IS *RIGHT!* WE NEED A HOT BATH... AND A GOOD DAY'S *REST!*

*OUR MR. McCOY REFERS TO THE *X-MEN'S* BATTLES WITH *SUNFIRE* AND MALICIOUS *MAGNETO!* --STAN.

THEY AREN'T BEING VERY *COOPERATIVE*, LORNA!

SO... *CONVINCE* 'EM!

WE CAN PLAY HAPPY HOMECOMING *LATER*--

--*BUT NOW*, WE NEED YOU *INSIDE!*

WALK-- OR BE *HERDED!*

SC

IPP-U

EASY, HANK... THEY MEAN NO *HARM!*

DOCILE THOUGH I MAY BE, THERE ARE *SOME* INDIGNITIES WHICH THE BEAST REFUSES TO *COUNTENANCE*--

--*AMONG* THEM, BEING PRODDED LIKE AN *ANIMAL!*

ON SUCH OCCASIONS I BECOME *PERTURBED!*

--*EXTREMELY* PERTURBED!

AS LONG AS WE'RE GETTING THE *COLD SHOULDER*...

...WE MIGHT AS WELL RETURN THE *COMPLIMENT*--

WITH A DOUBLE FACEFUL OF *FROST!*

FROST AWAY, LAD-- WITH MY BEASTIAL *BLESSING!*

CUT IT! DO YOU THINK I'M HASSLING YOU JUST FOR *KICKS?*

BELIEVE ME, I'VE GOT A *GOOD* REASON-- THE *BEST!*

STOP ACTING LIKE *KIDS...*

...AND DO AS WE *SAY!*

WE HAVEN'T A *SECOND* TO LOSE! IN FACT, WE MAY *ALREADY* BE TOO LATE!

SCOTT, YOU'RE SUPPOSED TO BE THE *LEADER* OF THIS CREW! SO START *ACTING* LIKE ONE, AND...

OKAY, BROTHER MINE...YOU'VE MADE YOUR POINT! WE'LL ASSEMBLE IN THE COMPUTER CHAMBER!

WE'LL *BE* THERE! BUT DON'T EXPECT US TO BE *GRINNING!*

SO, EACH OF THE WEARY MUTANTS RETIRES BRIEFLY...TO DON A COSTUME, AND MUSE...

LORNA AND ALEX SEEM TO... *MESH!* THAT WON'T DO *BOBBY'S* MORALE ANY GOOD...ICEMAN'S GOT IT *BAD* FOR HER!

MUTANTS WE ARE...BUT WE ALSO BOAST FRAIL *FLESH AND BLOOD!*

THIS CONSTANT *TRAVAIL* WILL EVENTUALLY *UNDO* US!

APPARENTLY, LEADERSHIP RUNS IN THE *SUMMERS FAMILY!* I WISH I DIDN'T *RESENT* ALEX'S OBVIOUS *ABILITY!*..

...BUT I *DO!*

I *SHOULDN'T* BE UPTIGHT ABOUT LORNA'S IGNORING ME... I HAVE NO *CLAIM* ON HER, SO WHY *SWEAT?!*

SO I *LOVE* HER, IS WHY!

EVERY TIME I PUT *ON* THESE DUDS, I'VE GOT TO WONDER IF I'LL BE *BURIED* IN THEM--

WHICH IS NO WAY FOR A *HERO* TO THINK... MUCH LESS AN *ANGEL!*

THEN--

SNAP IT *UP*, WORTHINGTON!

PAY NO *ATTENTION* TO THE ILL-MANNERED OAF, WARREN!

WHAT KIND OF *NIGHTMARE* IS THAT THING ON THE *SCREEN?*

ACCORDING TO OUR LITTLE TIN HITLER THERE, IT'S *REAL!*

BOTH *REAL*--AND *POWERFUL!* YOU SAW A PRIME SPECIMEN OF THE *Z'NOX*--

A STAR-SPAWNED RACE FROM THE *ANDROMEDA GALAXY*-- UTTERLY DEDICATED TO *PLUNDER* --AND *ENSLAVEMENT!*

FAR BACK IN *Z'NOX* HISTORY, EVOLUTION *SOURED!* IT PRODUCED A RACE ABSOLUTELY LACKING *COMPASSION*...

FOR *EONS*, THEY HAVE PERFECTED THE TECHNIQUES OF *CONQUEST!*

THEIR ONLY ART IS *WAR!* THEIR ONLY JOY-- *DEATH!*

ABOUT A MILLENNIUM AGO, Z'NOX SCIENTISTS DEVISED THE *ULTIMATE WEAPON!* THEY PERFECTED A *GRAVITY TRANSFORMER DRIVE* STRONG ENOUGH TO TRANSPORT THEIR ENTIRE *PLANET* ANYWHERE IN THE COSMOS!

MISTER, IF YOU'RE TRYING TO *SCARE* US WITH THIS HOKEY SCI-FI, YOU'RE NOT *MAKING* IT!

I'VE SEEN SCARIER STORIES ON *STAR TREK!*

AND EVEN IF IT'S *TRUE*-- SO *WHAT?!*

ONE MOMENT, LAD! LET'S HEAR HIM OUT!

IF YOU HADN'T *SLEPT* THROUGH YOUR HIGH-SCHOOL SCIENCE CLASSES, SONNY, YOU'D KNOW WHAT HAPPENS WHEN TWO PLANETS GET *CLOSE*--!

THE DELICATE BALANCE OF GRAVITY IS *UPSET*... CAUSING *TIDAL WAVES, EARTHQUAKES*...

--DESTRUCTIVE FORCES THAT MAKE A *COBALT BOMB* LOOK LIKE A *CAP PISTOL*!

YEAH, YEAH, IT'S A BAD SCENE! BUT WHAT'S THAT GOT TO DO WITH *US*?

JUST *THIS*... RIGHT NOW, THE *Z'NOX WORLD* IS PASSING THE ORBIT OF *SATURN*--

WITHIN 24 HOURS, IT'LL INTERCEPT *EARTH*!

THEY'RE *COMING*, FRIENDS! THEY'RE ALMOST *HERE*!

LAST NIGHT, A *Z'NOX CRAFT* ARRIVED--ITS MISSION, TO SERVE AS *HOMING BEACON* FOR THE MOTHER PLANET!

IT LANDED AT--THE *SOUTH MAGNETIC POLE*!

THE SOUTH MAGN--?

ALEX... HAVE YOU ANY *PROOF*?

DO YOU THINK I'D *MAKE UP* A THING LIKE THAT?

YOUR VERACITY IS NOT PRECISELY *WASHINGTONESQUE*!

FOR *YOUR* SAKE, I HOPE YOU'RE TELLING THE TRUTH, BROTHER! BECAUSE IF YOU'RE *NOT*--

UNCLENCH, SCOTTY! SAVE THE MUSCLE FOR THE *ENEMY*!

SCOTT... HE *ISN'T* LYING--!

THE ALIENS AREN'T FIGURING ON *OPPOSITION!*-- AND THEY'RE *WRONG!* WE HAVE A PLAN TO *STOP* THEM--*COLD!*

WHOSE PLAN--? *YOU'RE* NOT BRIGHT ENOUGH TO...

HEY, JEANIE... WHY THE *TEARS?*

I *UNDERSTAND* NOW...! I CAN STOP... *PRETENDING!*

THESE PAST MONTHS... IT'S BEEN SO *HARD!*

YOU'RE *RIGHT,* ANGEL! I'M *NOT* SMART ENOUGH TO FORMULATE A MASTER PLAN!

ONLY *ONE MAN* COULD DO THAT--

AND HIS NAME IS... *CHARLES XAVIER--*

PROFESSOR X!!

GREETINGS, X-MEN! I'M *DELIGHTED* TO BE WITH YOU AGAIN!

THAT *TELEPATHY--!* *COOL* IT, PROF... *PLEASE!* YOU'RE BOILING MY *BRAIN!*

JEAN... YOU *KNEW--!?*

THAT THE PROFESSOR HAD *SURVIVED?** YES, I KNEW...

BUT I *HAD* TO KEEP IT SECRET!

*NONE WILL FORGET THE "DEATH" OF THE X-MEN'S BELOVED" MENTOR, AS ROYALLY RELATED IN ISH #42! -- STENTORIAN STAN.

I ORDERED JEAN'S SILENCE! I HAD A TASK!

...ONE WHICH PERMITTED NO INTERRUPTION!

THESE MANY MONTHS, I HAVE BEEN SECLUDED IN A SUB-BASEMENT OF THIS MANSION!

RIGHT UNDER OUR NOSES--?

PROFESSOR... WE SAW YOU COMMITTED TO THE GRAVE!

NOT I... RATHER, A PERSON BRAVE, AND IN THE FINAL ACCOUNTING-- GOOD!

"WHILE ENGAGED IN TELEPATHIC STAR-SCANNING, I HAD ACCIDENTALLY LEARNED OF THE IMPENDING Z'NOX INVASION, AND WAS DESPERATELY SEEKING A MEANS OF COUNTERING IT, WHEN..."

WHAT IN THE NAME OF--?

HOW DID YOU GET PAST OUR ALARMS?

IT WASN'T HARD... FOR A GUY OF MY EXPERIENCE!

REMEMBER ME, PROF?

YES! YOU CALL YOURSELF THE CHANGELING!*

*ISH #38! -SNAPPY STAN.

XAVIER, I GOT A FAVOR TO ASK! I JUST COME FROM A DOC'S...

I'M A GONER! I GOT MAYBE SIX MONTHS LEFT TO LIVE!

I WANT YOU TO-- BECOME ME!!

NOTHIN' EASIER... FOR A GUY WITH MY TALENT!

AND I WANNA MAKE 'EM COUNT! I WANNA MAYBE MAKE UP FOR SOME OF THE ROTTEN THINGS I'VE DONE...

I SENSE YOUR SINCERITY-- AND I DO HAVE A TASK FOR YOU, IF YOU'RE WILLING!

NOW I'VE GOT YOUR LOOKS--BUT NOT YOUR MENTAL POWERS!

BUT, I *DID* DIVIDE SOME OF MY POWERS BETWEEN HIM AND *JEAN*--AND HE *LED* YOU THOSE FEW WEEKS, UNTIL KILLED BY THE SUB-HUMAN *GROTESK!*

HE... WAS A *FINE PERSON,* AT THE LAST...

I KNOW NOW HOW *HAMLET* FELT WHEN HE SAW HIS FATHER'S *GHOST!*

THEN WHAT ALEX SAID ABOUT THE ALIENS IS *TRUE--?*

YES! THE CHANGELING'S DECEPTION GAVE ME *TIME--*

--TIME TO PREPARE A *COUNTER-ATTACK!* CONCENTRATE...I SHALL MENTALLY ERASE YOUR FATIGUE--

--AND FOR THE NEXT FEW HOURS, YOU SHALL TRAIN AS YOU HAVE NEVER TRAINED *BEFORE!*

AND-- THEY *DO!*

NO *GOOD,* BOBBY! YOU'RE ONLY PROJECTING *ICE*-- NOT CREATING ABSOLUTE *COLD!*

IF THE *ALIENS* HAVE NO MORE PROWESS THAN THIS *ANDROID*--

OVERCONFIDENCE CAN BE *SUICIDAL,* BEAST! LESS *TALK*--MORE *WORK!*

I CAN *DIG* THE DIFFERENCE! --LET'S SEE IF I CAN *MAKE* IT!

HOW AM I *DOING,* SIR?

CLEAR YOUR MIND, JEAN! YOUR TASK WILL BE TO SERVE AS A *TRANSMITTER*--A MENTAL *FUNNEL!*

NOT WELL ENOUGH! *NARROW* YOUR BEAM-- PUT ALL YOUR ENERGY INTO A SPOT NO MORE THAN A *MICROMETER* WIDE!

I-- I'M *TRYING--!*

EVEN AS THE MUTANTS AND THEIR MENTOR STRIVE TO SHARPEN THEIR SPECTACULAR SKILLS, *ANOTHER* FORCE IS PREPARING TO HURL ITSELF AGAINST THE INVADERS--! FOR, IN THE SOMBRE SKIES ABOVE THE *SOUTH MAGNETIC POLE*...

WE HAVE THE *BOGEY* PINPOINTED, COLONEL! IT APPEARS TO BE OF *EXTRA-TERRESTRIAL* ORIGIN!

HOORAY FER IT!

YOU BIRDIES ALL *SET*?

READY TO GO, COLONEL FURY!

THEN... *SIC EM!*

ONE BY ONE, *SHIELD'S* SLEEK WARPLANES PLUMMET TOWARD THEIR TARGET LIKE IMPOSSIBLY SWIFT BIRDS OF PREY...

--ONLY TO BE MET WITH INSTANTANEOUS *ANNIHILATION* FROM THE MERCILESS *Z'NOX* WEAPONS!

BLAM!

I HADN'T *COUNTED* ON *SHIELD* INTERVENTION!

THEIR ATTACK WILL *ALERT* THE STAR-SPAWN!

WE'VE GOT TO ACT *IMMEDIATELY!*

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TRAINING PERIOD IS OVER, BEAST! WE'VE JUST GONE OPERATIONAL!

FH-WANK!

THAT MEANS I MUST DESIST MY DISSEMBLEMENT OF THESE FERROUS FOES--

--AND FACE THE TRAVAIL OF REALITY!

A PITY! CHILDISH GAMES ARE AS RECREATIONAL AS POLYSYLLABLES!

EXACTLY! EACH MICROSECOND YOU DELAY THE INVASION WILL BE INVALUABLE!

I NEED NOT STRESS THE IMPORTANCE OF YOUR MISSION!

THERE IS NOTHING LEFT TO SAY EXCEPT GOODBYE... AND GODSPEED!

AND GO THEY DO-- QUICKLY! LESS THAN A MINUTE LATER, THE COUNTRYSIDE SHUDDERS AS A MIGHTY ROCKET ENGINE ROARS TO LIFE-- AND A GLEAMING, DARTLIKE VEHICLE RUSHES HUNGRILY INTO THE SKY!

REMEMBER... ONCE INSIDE THE Z'NOX BASE, YOU MUST NOT HESITATE--

ATTACK WITH EVERYTHING YOU POSSESS!

YOU HAVEN'T A PRAYER OF VICTORY--

THEN, AFTER A TERSE, TENSE BRIEFING--

-- BUT WE MIGHT SLOW 'EM UP, RIGHT?

HANG LOOSE, CREW! I'M GONNA WRING OUT EVERY 'G' THIS HEAP'S GOT!

WOOOSH!

NOW GO-- QUICKLY!

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AND, POLEWARD...

OUR VICTIMS LAUNCH YET ANOTHER PROJECTILE AT US!

IT IS OF NO CONSEQUENCE! THEIR ANTIQUES CAN NOT PENETRATE OUR SCREEN!

LET THEM EXHAUST THEMSELVES! IT WILL MAKE THE SURVIVORS MORE DOCILE--

--WHEN WE TAKE THEM TO OUR WORLD --AS MERE SLAVES!

BUT, LEADER-- THE PROJECTILE HAS PASSED OUR SCREEN!

ACTIVATE THE DISRUPTOR MISSILES!

UNERRINGLY, THE Z'NOX DEVICES SEEK OUT THE X-MEN'S CRAFT-- BUT CHARLES XAVIER HAS PREPARED WELL--

FLOOM

--CONSTRUCTED IT IN LAYERS OF INCREDIBLY TOUGH ALLOY! EACH SHELL IS BLASTED AWAY WITHOUT HARM TO ITS PRECIOUS CARGO--

FOOM

FAM!

--UNTIL IT IS TOO CLOSE TO THE ALIEN VESSEL FOR THE Z'NOX TO RISK ANOTHER SHOT!

FINALLY, THE NEEDLE-SLIM CORE IMBEDS ITSELF IN ITS OBJECTIVE!

HOME SAFE, CREW!

AN UTTERANCE OF SHEER HYPERBOLE, CYKE! IF THIS IS YOUR IDEA OF SAFETY--

BOOMP

WELL, LET'S GO GREET THE WELCOMING COMMITTEE!

YEAH... I'M SURE THE GEEKS KNOW THEY HAVE GUESTS!

CHECK! HIT THE *EXIT* SWITCH, BOBBY!

I'M AHEAD OF YOU, PEERLESS LEADER!

SLOWLY, THE NOSE OF THE SHIP TWISTS, PUSHES FORWARD, DETACHES ITSELF--

INTERESTING DECOR! *NEO-GARDEN HOSE*, I'D CALL IT!

YOO-HOO,,, ANYBODY *HOME*?!

HEADS *UP*, BEASTIE!

...AND DIG THE *WATCHDOG*!

'TIS FORMIDABLE ENOUGH TO DISCOURAGE EVEN THE *STAUNCHEST* MAILMAN!

STAND BACK, GUYS... I'M GONNA GIVE FIDO AN *ICE KENNEL*!

NO, BOBBY! IT'S TOO *BIG*--TOO *POWERFUL*!

WE'VE GOT TO *WEAKEN* IT FIRST!

IT'S NOT *OFTEN* THAT I CAN TAKE OFF THE GLOVES...

...AND LET LOOSE *FULL STRENGTH*--

BUT *THIS* PLAYMATE WILL TAKE EVERYTHING I'VE *GOT*!

--AND PERHAPS A BIT *MORE*!

"GOOD EVENING... WELL, THE NEWS TONIGHT IS... *DISASTERS!* SEVERAL ASIAN FRONTS HAVE BEEN HIT BY *EARTHQUAKES!* AND ACCORDING TO A REPORT JUST IN, A SMALL PACIFIC ISLAND HAS *SUNK!* DAVID?"

BAR

LOANS

"THERE ARE AS MANY THEORIES EXPLAINING THE CATACLYSMS AS THERE ARE SCIENTISTS! ONE OF THE MOST INTERESTING HAS BEEN PROPOSED BY DR. THEODORE NORTON'S NOTED ASTRONOMER..."

THEORY? NO, GENTLEMEN, THIS IS *FACT!*

I'VE OBSERVED A *PLANET*-- ABOUT THE SIZE OF PLUTO-- RUSHING TOWARD THE *EARTH*--!

ALREADY IT IS DISRUPTING MANY ECOLOGICAL SYSTEMS!

BARRING A *MIRACLE*, WE ARE... *DOOMED!*

AND, INSIDE THE HOSTILE VESSEL...

HAVE YOU A *REPORT*, EXPEDITION LEADER?

AYE, HIGH COMMANDER-- A MOST *EXCELLENT* REPORT!

WE HAVE ENCOUNTERED *MINOR* RESISTANCE--

--THE *LAST* OF WHICH IS PRESENTLY BEING ELIMINATED!

I FEEL THIS WILL BE OUR MOST *ARTISTIC* TRIUMPH! OUR MOST *EXQUISITE* DESTRUCTION!

NEVER HAVE WE ENCOUNTERED A WORLD OF SUCH *BEAUTY*-- SUCH *POSSIBILITIES* FOR DEFILEMENT!

AND THE PEOPLE ARE *HANDSOME* AND *HARDY!* CAPTIVES WILL PROVIDE *MUCH SPORT!*

AHHH... THIS IS A *HAPPY* DAY--!

LEADER,.. THE INTRUDERS HAVE *DISABLED* OUR GUARDIAN BEAST!

EH--? THEY ARE MORE RESOURCEFUL THAN I *SUSPECTED!*

DISPATCH A *BATTLE PLATOON* TO THE AREA!

AND, AS THE ORDER IS GIVEN...

THAT *FINISHES* 'IM!

WELL *DONE,* ICEMAN!--THE COMELIEST *MONSTER POPSICLE* I'VE EVER SEEN!

BUT OUR FROLIC IS ONLY *BEGINNING!*

BEST BLOCK THE PASSAGEWAY, WHILE *ANGEL* AND I TEND TO THESE GRUESOMES!

HHH-T!

HHH-CHT!

SLOPPY AIM, GENTLEMEN! -- EXTRA-TERRESTRIAL *CLINT EASTWOODS* YOU'RE *NOT!*

I UNDERSTAND NOW THE *REASON* FOR THE PROFESSOR'S CRASH TRAINING--

THESE CHAPS ARE *EXACTLY* AS AGILE AS THE *ROBOTS* I FOUGHT--

--AND SOMEWHAT *EASIER* ON THE *KNUCKLES!*

THWOP!

YEAH... BUT THERE'S A LOT *MORE* OF 'EM!

WE WON'T LAST *FIVE MINUTES* AGAINST THESE ODDS!

I SENSE MY X-MEN *WEAKENING!*

THOUGH I AM NOT *NEARLY* AS STRONG AS I *HOPED* I'D BE--

I--AND THE *EARTH*-- CAN AFFORD NO FURTHER *DELAY!*

LORNA! READY YOURSELF!

AND SO IT BEGINS--!

WITH *SUPERHUMAN WILL*, CHARLES XAVIER FORCES HIS MIND OUT, AWAY.' HIS QUESTING THOUGHTS RANGE OVER THE ENTIRE SURFACE OF THE WORLD--

--PROBING, SEARCHING, QUESTIONING, DEMANDING-- SEEKING *KINDRED SPIRITS*--

--MEN AND WOMEN OF *GOOD WILL!* --HUMAN BEINGS WHO HAVE IN GOOD MEASURE THE SINGLE TRAIT HE *DESPERATELY* NEEDS--

--*COMPASSION!* FOR IT IS ONLY THIS WHICH WILL BEST THE ENEMY--!

SOME HE *REJECTS* IMMEDIATELY, BECAUSE TO DISTRACT THEM WOULD BE TO CAUSE IRREPARABLE HARM-- SURGEONS, PILOTS...

--OTHERS HE DISMISSES BECAUSE HE FINDS THEIR PSYCHES TAINTED WITH HATRED, CRUELTY, PREJUDICE, LOVE OF DEATH-- THE SICKNESS WHICH THE *Z'NOX* CHERISH!

THEN, MIRACULOUSLY, THOSE *OTHER* MULTITUDES OF INDIVIDUALS BECOME *JOINED*--BECOME AS *ONE PERSON!*

I'VE GOT THEM, LORNA! BUT WE MUST HURRY--

--I CAN'T KEEP MILLIONS OF PERSONALITIES UNITED FOR LONG!

YOU MUST DIRECT MY MENTAL EMANATIONS TO DEATH VALLEY!

I... I'M GETTING THRU!

FOCUS YOUR ATTENTION ON THE X-MEN!

THIS IS MORE FUN THAN THE SHOOTING GALLERY AT CONEY ISLAND!

DON'T EXPECT TO WIN ANY KEWPIE DOLLS, HANK!

MUTANTS--LINK MINDS!

WE'RE SET, PROFESSOR

BUT, ANYTHING WE'RE GONNA DO WE GOTTA DO FAST!

WARREN AND HANK ARE FIGHTING A LOSING BATTLE! --DEFINITELY!

GIVE US THE SIGNAL, SIR!

NOW!

FROM THE ONE PRECISE LOCATION ON EARTH IN A DIRECT LINE WITH THE MAURADING Z'NOX HOMEWORLD SHOOTS A BEAM OF AWESOME INTENSITY--!

JEAN GREY RECEIVES XAVIER'S CHURNING THOUGHT-PATTERNS--

--DIRECTS THEM AT ALEX, WHO BOOSTS THEM WITH HIS COSMIC RAYS--

-- AND TRANSMITS THEM TO THE SKULL OF HIS BROTHER, WHERE THEY ARE TRANSLATED INTO LASER-LIKE OPTIBLASTS AND AIMED AT THE MENACING SKY--

--WHILE THE ICEMAN STRIVES TO COMPENSATE FOR THE TERRIFIC HEAT WHICH WRACKS CYCLOPS!

THEY KNOW NOT WHAT THEY DO, THESE WHO STRUGGLE...THEY KNOW ONLY THAT SUDDENLY, THEY ARE FILLED WITH AN ALL-CONSUMING *DETERMINATION*--

LEADER-- THE *PAIN!*

WE ARE BEING *ATTACKED*... BUT BY *WHAT?!*

THESE *IMAGES* THAT BURN OUR CONSCIOUSNESS...

...THEY ARE NOT *NATURAL!*

IT IS MORE THAN WE CAN *STAND!*

THEY KNOW NOT WHAT THEY DO... ONLY THAT *SYMPATHY* AND *MERCY* WELL UP WITHIN THEM, AND LEAP FORTH--

THEY KNOW NOT WHAT THEY DO... ONLY THAT THEY ARE FILLED WITH BONE-DEEP NEED TO BE *FREE*--

WE CAN NOT *COMBAT* WHAT HAS NO *FACE*... NO *FORM*--!

--THIS IS AGONY BEYOND *IMAGINING!*

THEY KNOW NOT WHAT THEY DO... ONLY THAT THEY ARE GRIPPED WITH AN *URGENCY*... A FIERCE DESIRE TO RIGHT THE WRONGS OF CENTURIES --

TO STAY LONGER WOULD BE *MADNESS!*

NO *Z'NOX* CAN *SURVIVE* SUCH MENTAL CORROSION--!

I SENSE OUR WILL TO *CONQUER* BEING EATEN AWAY!

AND WITHOUT *THAT*, WE ARE *NOTHING!*

LOATHSOME THOUGH IT IS, WE MUST ADMIT *DEFEAT!*

ATTENTION ALL UNITS! REVERSE DRIVES!

--WE ARE, *ABANDONING* THIS SOLAR SYSTEM... AT *MAXIMUM SPEED!*

THEN, LIKE A CAPRICIOUS COMET, THE *Z'NOX* WORLD VEERS, ACCELERATES, AND IS SWALLOWED UP BY THE INFINITY OF THE UNIVERSE!

X-MEN... YOU MAY RELAX! THE VICTORY IS OURS... AND HUMANITY'S!

UNNHH!

...TOO MUCH *STRAIN!* --BLACKING *OUT!*

EASY, CYKE... LET YOURSELF *UNWIND* WE'LL GET YOU TO THE SHIP!

AND, WITH A FINAL EFFORT, CHARLES XAVIER *RELEASES* THE VALIANT MANY WHOSE COURAGE AND DECENCY QUELLED THE MOST TERRIBLE THREAT OF ALL--!

GO... AND GOD BLESS--!

PROFESSOR! --PROFESSOR XAVIER!

I'M WEARY... SO TOTALLY... WEARY--! PLEASE WHEEL ME TO MY R..ROOM...

AARRHH!

HE--HE SAVED A WORLD-- PERHAPS A UNIVERSE--!

HAS IT COST HIM... HIS LIFE?!

UNABARE OF THEIR MENTOR'S PLIGHT, THE EXHAUSTED MUTANTS TRUDGE TO THEIR ROCKET, AND BLAST CLEAR OF THE LAST REMNANT OF THE INVASION--

THE Z'NOX... THEY'VE DELIBERATELY EXPLODED THEIR VESSEL!

KOSH

ZOOOOM

BWAAM

WHY? WE DIDN'T DAMAGE IT--! THEY COULD'VE REJOINED THEIR COMPANIONS!

20

LIKE MAYBE THEY GOT PROF'S MESSAGE--

--UNDERSTOOD WHAT THEY COULD BE--

--AND COULDN'T CONTINUE TO LIVE WITH WHAT THEY WERE!

AMEN, FRIENDS... AMEN!

NEXT:

THE HULK!

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